

AMENDMENT NO. 3

dated July 3, 2018

**to the Annual Information Form of Fidelity Capital Structure Corp.
dated April 1, 2018, as amended by Amendment No. 1 dated April 13, 2018 and
Amendment No. 2 dated May 14, 2018**

(the “AIF”)

in respect of:

Series P2 shares of Fidelity Canadian Disciplined Equity[®] Class

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E4T5, F, F5, F8, P1, P1T5, P2,
P2T5, P3, P4, P5, S5, S8, T5 and T8 shares of Fidelity Dividend Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, F, F5, F8, P1, P1T5, P2, P2T5,
P3, P4, S5, S8, T5 and T8 shares of Fidelity Greater Canada Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3,
P4, P5, S5, S8, T5 and T8 shares of Fidelity American Disciplined Equity[®] Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, P4,
S5, S8, T5 and T8 shares of Fidelity Event Driven Opportunities Class**

**Series A, B, E1, E2, E3, E4, F, P1, P2, P3 and P4 shares of Fidelity AsiaStar[®]
Class**

**Series A, B, E1, E2, E3, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, P4, P5, S5, S8, T5
and T8 shares of Fidelity Far East Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3,
P4, P5, S5, S8, T5 and T8 shares of Fidelity Global Dividend Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3,
P3T5, P4, P4T5, P5, S5, S8, T5 and T8 shares of Fidelity Global Concentrated
Equity Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3,
P3T5, P4, S5, S8, T5 and T8 shares of Fidelity NorthStar[®] Currency Neutral
Class**

Series P1T5 shares of Fidelity International Growth Class



Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P4T5, P5, S5, S8, T5 and T8 shares of Fidelity Global Intrinsic Value Class

Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, S5, S8, T5 and T8 shares of Fidelity Global Intrinsic Value Currency Neutral Class

Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P4T5, P5, S5, S8, T5 and T8 shares of Fidelity Insights Class

Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P5, S5, S8, T5 and T8 shares of Fidelity Global Innovators™ Class

Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P3, P4, P5, S5, S8, T5 and T8 shares of Fidelity Global Innovators™ Currency Neutral Class

Series P3 and P4 shares of Fidelity Income Class Portfolio

Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P4T5, P5T5, S5, S8, T5 and T8 shares of Fidelity Global Income Class Portfolio

Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P4T5, P5T5, S5, S8, T5 and T8 shares of Fidelity Global Balanced Class Portfolio

Series A, B, E1, E1T5, E2, E2T5, E3, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, S5, S8, T5 and T8 shares of Fidelity Growth Class Portfolio

Series A, B, E1, E1T5, E2, E2T5, E3, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, S5, S8, T5 and T8 shares of Fidelity Global Growth Class Portfolio

(collectively, the “Funds”)

The AIF is being amended to add series of shares to the Funds, except Fidelity Canadian Disciplined Equity Class, Fidelity International Growth Class and Fidelity Income Class Portfolio.

AMENDMENTS TO THE AIF

The technical amendments to the AIF required to effect these amendments are set out below:

1. Front Cover

The front cover is amended to indicate the following:

- (a) Series P3T5 shares are also available for Fidelity Dividend Class;
- (b) Series P3T5 and Series P4T5 shares are also available for Fidelity Greater Canada Class;
- (c) Series E3T5 shares are also available for Fidelity American Disciplined Equity® Class;
- (d) Series P3T5 and Series P4T5 shares are also available for Fidelity Event Driven Opportunities Class;
- (e) Series F5, Series F8, Series S5, Series S8, Series T5 and Series T8 shares are also available for Fidelity AsiaStar® Class;
- (f) Series E1T5 shares are also available for Fidelity Far East Class;
- (g) Series P3T5 shares are also available for Fidelity Global Dividend Class;
- (h) Series E5 shares are also available for Fidelity Global Concentrated Equity Class;
- (i) Series P5 shares are also available for Fidelity NorthStar® Currency Neutral Class;
- (j) Series E3T5, Series E4T5 and Series E5T5 shares are also available for Fidelity Global Innovators™ Class;
- (k) Series P2T5 and Series P3T5 shares are also available for Fidelity Global Innovators™ Currency Neutral Class;
- (l) Series E4T5 shares are also available for Fidelity Global Intrinsic Value Class;
- (m) Series P5 shares are also available for Fidelity Global Intrinsic Value Currency Neutral Class;
- (n) Series P5T5 shares are also available for Fidelity Insights Class;
- (o) Series P5 shares are also available for Fidelity Global Income Class Portfolio;
- (p) Series E4T5, Series E5 and Series P5 shares are also available for Fidelity Global Balanced Class Portfolio;
- (q) Series P3 and Series P3T5 shares are also available for Fidelity Growth Class Portfolio; and
- (r) Series P4 and Series P5 shares are also available for Fidelity Global Growth Class Portfolio.

2. Back Cover

The back cover is amended to indicate the following:

- (a) Series P3T5 shares are also available for Fidelity Dividend Class;
- (b) Series P3T5 and Series P4T5 shares are also available for Fidelity Greater Canada Class;
- (c) Series E3T5 shares are also available for Fidelity American Disciplined Equity® Class;
- (d) Series P3T5 and Series P4T5 shares are also available for Fidelity Event Driven Opportunities Class;

- (e) Series F5, Series F8, Series S5, Series S8, Series T5 and Series T8 shares are also available for Fidelity AsiaStar[®] Class;
- (f) Series E1T5 shares are also available for Fidelity Far East Class;
- (g) Series P3T5 shares are also available for Fidelity Global Dividend Class;
- (h) Series E5 shares are also available for Fidelity Global Concentrated Equity Class;
- (i) Series P5 shares are also available for Fidelity NorthStar[®] Currency Neutral Class;
- (j) Series E3T5, Series E4T5 and Series E5T5 shares are also available for Fidelity Global Innovators[™] Class;
- (k) Series P2T5 and Series P3T5 shares are also available for Fidelity Global Innovators[™] Currency Neutral Class;
- (l) Series E4T5 shares are also available for Fidelity Global Intrinsic Value Class;
- (m) Series P5 shares are also available for Fidelity Global Intrinsic Value Currency Neutral Class;
- (n) Series P5T5 shares are also available for Fidelity Insights Class;
- (o) Series P5 shares are also available for Fidelity Global Income Class Portfolio;
- (p) Series E4T5, Series E5 and Series P5 shares are also available for Fidelity Global Balanced Class Portfolio;
- (q) Series P3 and Series P3T5 shares are also available for Fidelity Growth Class Portfolio;
and
- (r) Series P4 and Series P5 shares are also available for Fidelity Global Growth Class Portfolio.

CERTIFICATE OF THE FUNDS

DATED: July 3, 2018

This Amendment No. 3 dated July 3, 2018, together with the Annual Information Form dated April 1, 2018, as amended by Amendment No. 1 dated April 13, 2018 and Amendment No. 2 dated May 14, 2018, and the Simplified Prospectus dated April 1, 2018, as amended by Amendment No. 1 dated July 3, 2018, and the documents incorporated by reference into the Simplified Prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the Simplified Prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada, and do not contain any misrepresentations.

“Gordon Thomson”

GORDON THOMSON
Chief Executive Officer
Fidelity Capital Structure Corp.

“Philippe Potvin”

PHILIPPE POTVIN
Chief Financial Officer
Fidelity Capital Structure Corp.

ON BEHALF OF THE BOARD OF DIRECTORS OF
FIDELITY CAPITAL STRUCTURE CORP.

“Roderick J. McKay”

RODERICK J. MCKAY
Director

“Karl Ewoniak”

KARL EWONIAK
Director

CERTIFICATE OF THE MANAGER AND PROMOTER OF THE FUNDS

DATED: July 3, 2018

This Amendment No. 3 dated July 3, 2018, together with the Annual Information Form dated April 1, 2018, as amended by Amendment No. 1 dated April 13, 2018 and Amendment No.2 dated May 14, 2018, and the Simplified Prospectus dated April 1, 2018, as amended by Amendment No. 1 dated July 3, 2018, and the documents incorporated by reference into the Simplified Prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the Simplified Prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada, and do not contain any misrepresentations.

“Robert Lloyd Strickland”

ROBERT LLOYD STRICKLAND
Chief Executive Officer
Fidelity Investments Canada ULC

“Philip McDowell”

PHILIP McDOWELL
Chief Financial Officer
Fidelity Investments Canada ULC

ON BEHALF OF THE BOARD OF DIRECTORS OF
FIDELITY INVESTMENTS CANADA ULC
AS MANAGER AND PROMOTER OF THE FUNDS

“Barry Myers”

BARRY MYERS
Director

“Cameron Murray”

CAMERON MURRAY
Director